

STRASBURGER & PRICE, L.L.P.
 ATTORNEYS AND COUNSELORS
 A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS

P.O. BOX 849037
DALLAS, TEXAS 75284-9037

Phone: 214/651-4300

TIN: 75-0838805

Superior Air Parts, Inc.
 Attn: Kent Abercrombie, President/CEO
 621 S. Royal Lane, Suite 100
 Coppell, TX 75019-3805

February 9, 2009
 C/M: 20354.0102
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FOR PROPER CREDIT, PLEASE RETURN THIS STUB WITH YOUR REMITTANCE TO THE ADDRESS NOTED ABOVE.
 DO NOT SEND GENERAL CORRESPONDENCE TO THE ABOVE ADDRESS.

RE: Chapter 11 Bankruptcy

FOR PROFESSIONAL SERVICES RENDERED THRU 01/31/09	\$ 81,984.00
DISBURSEMENTS THRU 01/31/09	\$ 45,630.44
TOTAL AMOUNT DUE	<u>\$ 127,614.44</u>

ITEMIZED SERVICES BILL

DATE	CODE	DESCRIPTION	NAME	HOURS
01/02/09	D130	Continue to work on all initial motions and matters and work on notice and service of same;	DJB	5.00
01/02/09	D130	Prepare and file first day motions;	DK	8.30
01/02/09	D110	Manage organization and uploading of critical documents to extranet;	SAR	0.50
01/02/09	D160	Confer with Mr. Brescia and email Mr. Schenk regarding assumption of agreement and employment of CFP as professionals;	SAR	0.30
01/02/09	D130	Work on first day motions, exhibits, proposed notices and orders;	SAR	9.00

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DATE	CODE	DESCRIPTION	NAME	HOURS
01/02/09	D150	Send notice of motions and access to them on extranet to key parties;	SAR	0.50
01/04/09	D130	Email Mr. Schenk for list of parties contacted to purchase assets;	SAR	0.20
01/04/09	D130	Exchange emails with Mr. Abercrombie regarding affect of filing APA with pleadings in confidentiality provisions in agreement;	SAR	0.20
01/05/09	D130	Continue work on all first day hearings and notice and service of same (1.0); prepare for hearings and work on exhibits (.8);	DJB	1.80
01/05/09	D110	File disclosure of compensation (.4); research correct phone, fax, and email information for creditors on limited service list and top twenty to complete service of information letter to creditors regarding Superior chapter 11 filing and update U.S. Trustee Mary Fran with current information (2.0); telephone conference with Viola Salcido regarding scheduling hearings on 6 outstanding motions(.3);	DK	2.70
01/05/09	D130	Field telephone calls from creditors, warranty holders, and warranty claimants regarding chapter 11 filing and general procedures, status of warranties, outstanding warranty claims, claims procedures, etc.(2.5);	DK	2.50

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DATE	CODE	DESCRIPTION	NAME	HOURS
01/05/09	D150	Confer with Ms. Krupa regarding responding to specific inquiries regarding warranty claims and threats by repair shop and establish uniform response to such inquiries;	SAR	0.40
01/05/09	D130	Receive telephone call from Ms. Ruckman about settings and form of notices and review Avco's proposed notice by publication;	SAR	0.50
01/05/09	D310	Confer with Ms. Krupa regarding insurance counsel's advising of additional creditors and advise regarding handling of same, and regarding communicating with docket clerk and US Trustee regarding certificate of conference and scheduling hearings;	SAR	0.40
01/05/09	D210	Status conference with Mr. Abercrombie;	SAR	0.40
01/06/09	D130	Continue to prepare for Jan. 9 hearings, work on notice issues;	DJB	2.30
01/06/09	D160	Multiple correspondence with Mr. Schenk regarding application to employ Schenk as investment advisor and work on draft application;	DJB	0.70
01/06/09	D310	Conference call with Messrs. Abercrombie and Roberts regarding status and handling of warranty claims (.8); field telephone calls from warranty claimants (.4);	DK	1.20

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DATE	CODE	DESCRIPTION	NAME	HOURS
01/06/09	D110	Field numerous telephone calls from creditors (1.6); update information in schedules and matrix accordingly (1.3); telephone conferences and email correspondence to Mr. Abercrombie regarding same (.4); file and serve notice of hearing (.6); edit and file supplemental certificate of conference (.7);	DK	4.40
01/06/09	D130	Receive telephone call from investment banker inquiring regarding purchase of assets;	SAR	0.50
01/06/09	D210	Receive and review email from Mr. Abercrombie regarding continued sales under the APA; telephone conference with Mr. Abercrombie regarding same and regarding operational issues;	SAR	0.40
01/06/09	D130	Receive telephone call from Billy Leonard regarding interest of Aviation Air Parts in bidding and send him link to information on sale;	SAR	0.50
01/06/09	D130	Exchange emails with Mr. Schenk regarding his appearing as witness if necessary and his declaration;	SAR	0.30
01/06/09	D110	Receive and review email from Dr. Ahrendt regarding bankruptcy issues;	SAR	0.10
01/06/09	D310	Confer with Ms. Krupa regarding warranty claims and service issues;	SAR	0.30
01/06/09	D130	Receive telephone call from Mr. Salomon regarding hearings;	SAR	0.30
01/06/09	D210	Confer with Mr. Abercrombie regarding customer returns and operational issues;	SAR	0.50

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DATE	CODE	DESCRIPTION	NAME	HOURS
01/07/09	D160	Work on edits to Schenk declaration (.4); multiple correspondence with Mr. Schenk and Mr. Roberts regarding same (.2); finalize and file Schenk application to employ and declaration (.4);	DJB	1.00
01/07/09	D130	Telephone conference with Ms. Ruckman and all attorneys regarding status of sale hearing, APA, exhibits and notice issues and work on same (2.0); prepare for hearing (1.0));	DJB	3.00
01/07/09	D130	Prepare for hearings (3.00);	DK	3.00
01/07/09	D110	Prepare ads for publication (2.00), prepare certificate of service of Notice of Chapter 11, Meeting of Creditors and Deadlines (.4); telephone conference with Mike Bean regarding litigation and additional creditors (.4), prepare correspondence to Mr. Abercrombie regarding same (.2);	DK	3.00
01/07/09	D110	Respond to miscellaneous inquiries from creditors;	SAR	0.50
01/07/09	D130	Receive and review information that EAA Sport Aviation needs final ad today and draft and negotiate forms of notices to FAA owners and with Avco counsel;	SAR	2.90
01/07/09	D130	Receive telephone call from Mr. Leonard regarding his objection to form of motion and desire to incorporate option for non-cash bidding; telephone conference with Ms. Ruckman regarding same;	SAR	0.90

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DATE	CODE	DESCRIPTION	NAME	HOURS
01/07/09	D130	Work on exhibits and prepare for Friday hearings;	SAR	2.70
01/07/09	D130	Conference call with Avco counsel regarding presentation of evidence at Friday hearings, potential objection and forms of notice; follow up on same;	SAR	0.70
01/07/09	D110	Confer with Ms. Krupa regarding information provided by Mike Bean regarding experts and local counsel as creditors and advise regarding obtaining information and providing notice;	SAR	0.30
01/07/09	D110	Telephone calls to UT engineering library and various book stores to locate copy of Sport Aviation Magazine; Internet research same; email correspondence to Mr. Roberts and Ms. Dunn regarding same;	AT	0.80
01/08/09	D130	Work on issues and support for all 1/9 hearings and exhibits;	DJB	1.00
01/08/09	D130	Continue to work on exhibits for use at hearing (1.2); prepare ads for other aviation publications and confer with representative from those publications (1.6), edit and finalize ad to EAA Sport Aviation and attend to ad submission, and detail payment arrangements (.7);	DK	3.50

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DATE	CODE	DESCRIPTION	NAME	HOURS
01/08/09	D110	Update service lists per contacts with creditors (.5), field calls from creditors (.5); review materials from U.S. Trustee regarding initial debtor interview and work on completing forms (1.6), telephone conference and email correspondence to Mr. Abercrombie regarding same (.4);	DK	3.00
01/08/09	D195	Travel to Dallas and Coppell for meetings and hearings;	SAR	0.40
01/08/09	D195	Travel to Dallas and Coppell for meetings and hearings;	SAR	1.80
01/08/09	D130	Prepare for hearings and meet with Kent Abercrombie to prepare testimony;	SAR	6.50
01/08/09	D130	Receive comments from Avco counsel regarding forms of notice and amend per their requests;	SAR	0.50
01/08/09	D110	Receive and review request for information from US Trustee and forward to Ms. Krupa for handling;	SAR	0.20
01/08/09	D130	Exchange several emails with counsel for party who may be interested in excluded assets;	SAR	0.30
01/08/09	D130	Receive and respond to inquiry from Avco counsel regarding notice to federal agencies;	SAR	0.10
01/08/09	D130	Receive and review request for list of all suppliers and confer with Mr. Abercrombie regarding same;	SAR	0.20
01/08/09	D130	Receive and review respond to inquiry from party possibly interested in purchasing assets;	SAR	0.20

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DATE	CODE	DESCRIPTION	NAME	HOURS
01/08/09	D130	Receive and review objection to proposed auction;	SAR	0.30
01/08/09	D110	Field inquiries from creditors;	SAR	0.40
01/09/09	D130	Prepare for and attend telephonically hearing all first day matters and work on subsequent orders for same (2.0); work on notice and service issues (.4);	DJB	2.40
01/09/09	D310	Telephone conference with creditors Bill Bowers, Angelica LaBrie, and John Peterson regarding case and status of claims (.4);	DK	0.40
01/09/09	D130	Communications with EAA Publications regarding legal notice for February issue and make required edits to notice (.8);	DK	0.80
01/09/09	D110	Work on interview form for initial debtor interview next Tuesday (.9); begin adding warranty holders/claimants to master matrix (.8);	DK	1.70
01/09/09	D130	Prepare for and attend hearings on financing. auction, and bar date and negotiate terms of orders and deadlines with Avco counsel and upload orders;	SAR	4.40
01/09/09	D195	Return to Austin;	SAR	2.00
01/09/09	D110	Receive and review email from creditor interested in serving on committee and forward to Ms. Dunham;	SAR	0.20
01/09/09	D130	Field inquiries regarding today's hearings;	SAR	0.50
01/09/09	D210	Confer with Ms. Krupa regarding vendor's continuing to provide cleaning services;	SAR	0.20

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DATE	CODE	DESCRIPTION	NAME	HOURS
01/11/09	D150	Confer with Mr. Abercrombie regarding committee issues;	SAR	0.30
01/12/09	D310	Factual investigation and analysis regarding reclamation rights and potential claims of reclamation creditors in case and payment issues (.5);	DJB	0.50
01/12/09	D130	Work on notice and service issues on potential sale (.3); factual investigation and analysis regarding potential buyer and bid procedures (.5);	DJB	0.80
01/12/09	D110	Complete updating creditor matrix with list of warranty holder/claimants (1.); additional preparations for initial debtor interview (.4);	DK	1.40
01/12/09	D210	Talk to Ms. LaBrie regarding post-petition work for debtor in commercial cleaning (.3);	DK	0.30
01/12/09	D130	Work with publications and Ms. Trainor on finalizing legal notice for other publications (1.3);	DK	1.30
01/12/09	D130	Receive telephone call from investment banker exploring purchase;	SAR	0.50
01/12/09	D110	Field inquiries from various creditors;	SAR	1.00
01/12/09	D130	Telephone conference with investment banker regarding purchase of assets and send him information;	SAR	0.60

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DATE	CODE	DESCRIPTION	NAME	HOURS
01/12/09	D130	Approve notices by publication and confer with Ms. Krupa regarding logistics of giving notices and alternatives for web advertising and regarding competing costs estimates for FAA mailout and advise her regarding proceeding; review proposed notice plan and requirements of APA;	SAR	1.00
01/12/09	D160	Confer with Mr. Schenk regarding status of his employment;	SAR	0.20
01/12/09	D150	Review law on issues raised by creditors' counsel and confer regarding same;	SAR	0.80
01/12/09	D110	Confer with Mr. Abercrombie regarding setting up DIP accounts and advise Avco counsel that account has been set up, triggering deposit obligation under the APA;	SAR	0.50
01/12/09	D130	Receive and review proposed closing checklist from Ms. Trainor, forward to Mr. Abercrombie, and respond to Ms. Trainor;	SAR	0.30
01/12/09	D130	Prepare and send Ms. Trainor information on advertising alternatives;	SAR	0.30
01/12/09	D210	Attend to insurance cancellation and coverage issues; telephone conference with Mr. Abercrombie regarding brokers not remitting premium timely and confer with Mr. Franke regarding handling same and grounds to contest alleged cancellation	SAR	1.00
01/12/09	D310	Assess executory contract, contingent claims, and administrative claims issues;	SAR	1.20

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DATE	CODE	DESCRIPTION	NAME	HOURS
01/13/09	D130	Telephone conference with Ms. Spindler at Dallas Cty tax authority regarding taxes and affect of same on sale (.3); correspondence to Mr. Roberts and Mr. Abercrombie regarding same (.2); correspondence Mr. Schenk regarding sale hearing, testimony needed and confidential agreements previous obtained (.4); work on same (.4); ;	DJB	1.30
01/13/09	D185	Factual investigation and analysis regarding existing contracts and potential need for rejection and/or assumption (.4); work on motion to reject (.3);	DJB	0.70
01/13/09	D320	Work on strategic planning for disclosure statement and plan and confer with Mr. Roberts regarding same;	DJB	1.00
01/13/09	D210	Conference with Steve Roberts and Kent Abercombie regarding insurance issues - cancellation notice issued by Northern Illinois, pending litigation and polices (.50); review schedules (.30);	BF	0.80
01/13/09	D130	Telephone conference with Kelli at Trade-a-Plane magazine and make edits to ad;	DK	0.50
01/13/09	D110	Field calls from creditors; work on processing returned mail - research to obtain current addresses, update service lists and coordinate efforts to re-serve pleadings;	DK	3.50
01/13/09	D110	Meet with Mr. Abercrombie and attend US Trustee conference;	SAR	1.50

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DATE	CODE	DESCRIPTION	NAME	HOURS
01/13/09	D210	Meet with Mr. Abercrombie and Mr. Franke regarding insurance issues and with Mr. Abercrombie about operational issues, tactics and strategy;	SAR	1.50
01/13/09	D195	Roundtrip to Dallas for meetings and US Trustee interview;	SAR	3.50
01/13/09	D130	Manage logistics for noticing 240,000 aircraft owners and other parties required in APA;	SAR	1.00
01/13/09	D210	Telephone conference with Mr. Abercrombie regarding additional operations issues;	SAR	0.50
01/13/09	D130	Receive and review letter from FAA regarding non-transferability of PMAs; leave voicemail advising that they are not being transferred;	SAR	0.30
01/13/09	D110	Re-service of pleading filed using updated/corrected service list for creditor addresses;	AT	1.00
01/14/09	D210	(Insurance) Telephone conference with Lisa Chandler @ A1 Premium Credit regarding premium finance matter (.20); email to Kent Abercrombie regarding insurance (.10); telephone conference with Abercrombie regarding insurance matters (.20);	BF	0.50
01/14/09	D110	Prepare and file certificate of service on mailout of notice of auction and proof of claim deadline (.5);	DK	0.50
01/14/09	D130	Work with Trade-A-Plane on legal notice to appear in online newsletter and coordinate with Jeff Lochridge at Superior for url link for notice (.6); preparations for FAA mailout (2.);	DK	2.60

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DATE	CODE	DESCRIPTION	NAME	HOURS
01/14/09	D130	Exchange emails with Mr. Schenk regarding sales process and progress;	SAR	0.20
01/14/09	D185	Exchange emails with Avco counsel regarding rejection of executory contracts and confer with Mr. Brescia regarding same;;	SAR	0.40
01/14/09	D210	Receive and review information regarding premium finance issues and refer to Mr. Franke;	SAR	0.20
01/14/09	D130	Troubleshoot problems with FAA notice process;	SAR	0.30
01/14/09	D110	Re-service of pleading filed using updated/corrected service list for creditor addresses;	AT	1.00
01/15/09	D210	(Insurance) Telephone conference with Kent Abercrombie regarding Imperial Al Credit's demand for January installment, AIG/Notice of cancellation and related insurance issues (.30); telephone conference with Imperial Al Credit regarding premium finance agreement (.20);	BF	0.50
01/15/09	D130	Telephone conference with Lisa Trainor regarding ads and FAA mailout (.1); telephone conference with Mr. Roberts regarding certificate of service (.1); coordinate mail labels for CFP contacts, work on mail out issues and finalize arrangements for publications (3.6);	DK	3.80
01/15/09	D150	Receive telephone call from Mike McGoogan, Ohio Gasket, inquiring about case and prospects for unsecured creditors;	SAR	0.50

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DATE	CODE	DESCRIPTION	NAME	HOURS
01/15/09	D210	Receive telephone call from counsel for landlord and discuss prospects in case and payment of January rent, obtain wire transfer information and receive confirmation from Mr. Abercrombie that rent has been wired;	SAR	0.60
01/15/09	D130	Telephone conference with Mr. Leonard regarding due diligence and follow up on same;	SAR	0.50
01/15/09	D310	Discuss Mahle reclamation claim with Mr. Abercrombie and advise on actions to take; review treatment of reclamation claims;	SAR	1.00
01/15/09	D130	Troubleshoot getting approval from Avco for substantially reduced notice costs;	SAR	0.50
01/15/09	D320	Map out issues and structure of liquidation plan and disclosure statement;	SAR	3.00
01/15/09	D210	Confer with Mr. Abercrombie regarding shipping companies' actions and other operational problems;	SAR	0.30

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DATE	CODE	DESCRIPTION	NAME	HOURS
01/16/09	D210	(Insurance) Telephone conference with Kent Abercrombie regarding identifying insurance policies and parties to litigation for notice purposes (.20); telephone conference with Will Pruitt, counsel for AirSure, regarding cancellation of insurance policy (.20); telephone conference with Kent Abercrombie regarding contacts with AirSure and AIG regarding cancellation of insurance (.30); work with Steve Roberts regarding approach to cancellation issue and identifying policies (.20); email to Will Pruitt regarding documentation of payment of premium and related correspondence (.20); begin review of policies (.50); research application of Section 362 to attempt cancellation of insurance policies (1.0);	BF	2.60
01/16/09	D130	Continue work on service lists, edit for returned mail, deleted creditors, change of address, warranty service stations, and CFP contacts (2.0), attend to service of notice of auction and sale, bid procedures, and bar date for claims, along with proof of claim form and instructions on newly added creditors (1.7);	DK	3.70
01/16/09	D210	Receive and review information regarding insurance cancellation and broker's involvement and confer with Mr. Franke regarding responding to same;	SAR	1.00
01/16/09	D310	Analyze warranty claim issues;	SAR	0.50

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DATE	CODE	DESCRIPTION	NAME	HOURS
01/16/09	D320	Work on disclosure statement and plan;	SAR	2.60
01/16/09	D110	Field creditor inquiries	SAR	0.70
01/16/09	D130	Revise and send confidentiality agreement to Mr. Leonard and arrange for delivery of due diligence material;	SAR	0.70
01/18/09	D210	Research treatment of insurance policies as executory contracts (1.0); continue review of policy subject of AIG's cancellation notice (.50); draft correspondence to Jack Kendall, counsel for AIG, demanding of notice of cancellation (.70);	BF	2.20
01/19/09	D210	Work on correspondence to Jack Kendall and AIG legal counsel (.80); work with Steve Roberts regarding strategy to address notice of cancellation and Airsure (.30);	BF	1.10
01/19/09	D210	Receive and review proposed letter from Mr. Franke to insurer regarding threatened cancellation; telephone conference with Mr. Franke regarding same;	SAR	0.50
01/20/09	D210	Review email from Jack Kendall and file (.10); telephone conference with Dee Ruckman, Textron's counsel, regarding notice of cancellation (.20); telephone conference with Rose Orenstein regarding cancellation and AirSure's involvement; review check in payment of premium (.30);	BF	0.60
01/20/09	D110	Attend to issues regarding certificates of service, service lists, and amendments to schedules and matrix;	DK	3.20

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DATE	CODE	DESCRIPTION	NAME	HOURS
01/21/09	D210	Prepare correspondence to Jack Kendall, AIG, regarding rescinding notice of cancellation (.30); review email form Michelle Levitt @ AIG regarding reinstatement of policy (.10); address LOC requirement with client (30); review email from Lisa Chandler, AIACO and premium finance agreement (.50);	BF	1.20
01/21/09	D130	Review, edit and approve ad for AOPA weekly newsletter;	DK	0.50
01/21/09	D130	Review Textron closing checklist; telephone conference with and exchange emails with Mr. Abercrombie regarding deadlines and issues and feasibility of same and current operations and regarding due diligence requests of other purchaser;	SAR	1.20
01/21/09	D130	Work with Ms. Krupa to implement notice to vendors with Superior tooling and due diligence requests of interested purchasers;	SAR	0.70
01/21/09	D130	Locate and provide additional due diligence materials to interested purchaser;	SAR	0.60
01/21/09	D210	Several telephone conferences and email exchanges with Mr. Frank and Mr. Abercrombie regarding remedying insurer's purported cancellation of policy and demand for letter of credit;	SAR	0.80
01/21/09	D320	Confer with Mr. Brescia regarding disclosure statement and plan and rejecting executory contracts;	SAR	0.40

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DATE	CODE	DESCRIPTION	NAME	HOURS
01/21/09	D110	Field phone calls from parties receiving notice of case;	SAR	0.40
01/21/09	D310	Analyze reclamation issues and confer with Mr. Abercrombie regarding segregation of inventory and possible resolution of reclamation claims;	SAR	0.40
01/21/09	D130	Add comments to Avco closing checklist; send to Ms. Trainor and telephone conference with Ms. Trainor regarding same and regarding modification of timetable in agreement and reclamation issues;	SAR	0.80
01/22/09	D210	Telephone conference with Rosa Orenstein regarding AIG's position and documentation in possession of Airtsure (.20); work with Steve Roberts regarding strategy to address claims of insurance carriers (.40); begin review of policies subject of prepetition litigation (.80);	BF	1.40
01/22/09	D130	Finalize letter to tooling companies, edit mailing matrix, edit exhibits, confer with Mr. Abercrombie and Mr. Lochridge regarding same;	DK	1.90
01/22/09	D130	Receive and respond to inquiries from Mr. Leonard regarding due diligence materials;	SAR	0.30
01/22/09	D310	Receive and respond to inquiry from Alcoa regarding administrative claim;	SAR	0.30
01/22/09	D130	Review suggested assignment of claim form;	SAR	0.20

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DATE	CODE	DESCRIPTION	NAME	HOURS
01/22/09	D130	Telephone conference with Mr. Abercrombie regarding coordination and scheduling of due diligence and auction procedure;	SAR	0.50
01/22/09	D150	Exchange emails with creditors regarding formation of committee;	SAR	0.50
01/22/09	D130	Telephone conference with party possibly interested in buying assets;	SAR	0.50
01/23/09	D130	Telephone conference with Mr. Roehl, for potential purchaser regarding status of case and sale issues (.4); multiple correspondence with Mr. Roberts and Mr. Abercrombie regarding same (.3); factual investigation and analysis excluded assets (.3); multiple telephone conferences with various other creditors and potential purchasers regarding status of case and sale (.4);	DJB	1.40
01/23/09	D185	Work on motion to reject executory contracts ;	DJB	0.40
01/23/09	D320	Work on disclosure statement and plan tactics and strategy;	DJB	1.00
01/23/09	D210	Review commercial liability policy subject to cancellation notice to address insured's alleged obligation to provide letter of credit as collateral (.50); review policy subject of premium finance claim (.40); telephone conference with Dee Ruckman, Textron, regarding insurance matters (.10);	BF	1.00
01/23/09	D130	Complete service of notice to tooling suppliers;	DK	1.00
01/23/09	D130	Analyze issues regarding excluded assets;	SAR	0.60

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DATE	CODE	DESCRIPTION	NAME	HOURS
01/26/09	D210	Work with Steve Roberts regarding approach to AICCO issues (.10); telephone conference with Rosa Orenstein regarding outstanding issues relating to AIG demand for letter of credit and Chubb notice of cancellation (.30); review notice of cancellation issued by Chubb and email correspondence and notice of reinstatement by AIG (.40); email correspondence to Kent Abercrombie (.10); continue review premium finance agreement and policy (.40); several telephone conferences with Mark Stirer, counsel for AICCO, regarding installment payment and future adequate protection (.40); review and edit proposed form of order (.30); email to Chubb representative regarding attempted cancellation of policy (.40); email to Rosa Orenstein regarding correspondence to Chubb (.10);	BF	2.50
01/26/09	D310	Begin working on claims analysis spreadsheet;	AT	1.00

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DATE	CODE	DESCRIPTION	NAME	HOURS
01/27/09	D210	Review binder/policy for Policy FG 1853615.05 issued by Illinois National in preparation for call with AIG counsel (.60); telephone conference with Michelle Levitt, AIG associate counsel, regarding providing a letter of credit (.30); email to Steve Roberts regarding status of insurance matters (.20); review and respond to email from Rosa Orenstein, counsel for AirSure, broker, regarding second notice of cancellation issued by Chubb and review notice of cancellation (.30);	BF	1.40
01/27/09	D110	Field inquiries from creditors;	SAR	1.00
01/27/09	D185	Exchange emails with landlord's counsel regarding calculation of potential landlord rejection claim:	SAR	0.50
01/27/09	D130	Receive and review letter from party interested in making an offer for assets possibly excluded from sale;	SAR	0.30
01/27/09	D110	Prepare claims register notebook;	AT	1.20
01/28/09	D185	Work on motion to reject executory contracts (1.0); multiple correspondence with Mr. Roberts and Mr. Abercrombie regarding status of purchase orders and confer with Ms. Krupa regarding same (.5); analyze purchase orders to be rejected (.3);	DJB	1.80

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DATE	CODE	DESCRIPTION	NAME	HOURS
01/28/09	D130	Multiple correspondence with and multiple telephone conferences with various creditors and interested purchasers regarding sale hearing and assets to be sold, factual investigation and analysis regarding same (.5);	DJB	0.50
01/28/09	D210	Review email from Chubb regarding cancellation notice and email Airsure's counsel (.10); review and respond to email from Michele Levitt @ AIG; review binder (.30); research enforceability of provisions in insurance binder and subsequently issued policy (1.10);	BF	1.50
01/28/09	D110	Continue work updating master matrix, adding experts and local counsel from state court lawsuits, and preparing amended schedules;	DK	2.40
01/28/09	D185	Receive telephone call from Mr. Abercrombie regarding potential Zanzi claim of over \$1 million and mitigation of damages and other issues with open POs;	SAR	0.50
01/28/09	D210	Confer with Mr. Franke regarding status of insurance matters and AIG letter of credit issue;	SAR	0.50
01/28/09	D185	Revise rejection motion and confer with Mr. Brescia regarding specification of contracts to be rejected;	SAR	0.50
01/28/09	D130	Troubleshoot due diligence issues;	SAR	0.40
01/28/09	D130	Receive telephone call from Gary Regan regarding interest in bidding and send him confidentiality agreement;	SAR	0.50

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DATE	CODE	DESCRIPTION	NAME	HOURS
01/28/09	D110	Work on claims analysis spreadsheet; update creditor information in Bankruptcy Pro in preparation to file amended matrix;	AT	2.50
01/29/09	D210	Review email from Rosa Orenstein and attached insurance policy (.40); address status of insurance issues with Steve Roberts (.20);	BF	0.60
01/29/09	D140	Review motion for relief from stay filed by AIOCE (.20);	BF	0.20
01/29/09	D150	Conference with Kent Abercrombie regarding pending insurance policy issues and creditors meeting (.50); attend creditors' meeting (.70);	BF	1.20
01/29/09	D130	Conference with Steve Roberts, Kent Abercrombie and Billy Leonard regarding sale issues (.40);	BF	0.40
01/29/09	D110	Coordinate efforts to review boxes of returned mail to determine addresses that can be updated in matrix and addresses that need to be deleted; complete adding local counsel, experts, and warranty repair stations to master matrix; telephone calls to warranty claimants;	DK	2.00
01/29/09	D195	Roundtrip to Dallas for 341 meeting (weather delays)	SAR	4.50
01/29/09	D150	Prepare for and attend 341 meeting and confer with creditors and interested purchasers;	SAR	2.80
01/29/09	D210	Confer with Mr. Franke regarding insurance issues involving premiums, cancellation and coverage issues on liability policies;	SAR	0.50

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DATE	CODE	DESCRIPTION	NAME	HOURS
01/29/09	D130	Receive and review marked up Confidentiality Agreement from interested party and exchange emails regarding unacceptability of changes;	SAR	0.50
01/29/09	D110	Field creditors' inquiries;	SAR	0.70
01/29/09	D310	Receive and review motion for allowances and payment of 503(b)(9) claim; review law on allowance and payment issue and confer with Mr. Tyler regarding preparing response and brief;	SAR	1.00
01/29/09	D110	Update claims analysis notebook; work on claims spreadsheet; research to obtain corrected addresses in preparation to update master matrix;	AT	3.00
01/30/09	D210	Telephone conference with Kent Abercrombie regarding status of various insurance matters - Chubb, AICCO and AIG (.30);	BF	0.30
01/30/09	D140	(Insurance) Telephone conference with Marion Rudberg regarding lawsuits and motion for relief from stay to pursue insurance (.30);	BF	0.30
01/30/09	D130	Field telephone calls and emails from potential bidders; communication from ePilot with statistics on recent e-newsletter;	DK	0.40
01/30/09	D110	Continue to coordinate efforts to review all returned mail to update addresses where possible, delete bad addresses from various service lists in preparation for filing amended schedules and matrix;	DK	0.50
01/30/09	D310	Field telephone calls and emails from claimants with questions regarding claims;	DK	0.40

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DATE	CODE	DESCRIPTION	NAME	HOURS
01/30/09	D130	Revise and send revised Confidentiality Agreement and negotiate terms with counsel for interested party;	SAR	1.50
01/30/09	D130	Exchange messages and telephone conference with purchaser interested in buying excluded assets;	SAR	0.80
01/30/09	D150	Receive and review email from Creditors' Committee requesting information and telephone conference with Mr. Parham regarding issues in case and mapping out issues to address with committee; follow up on getting information to the committee;	SAR	0.80
01/30/09	D310	Telephone conference with Mr. Salomon regarding Thielert issues and progress in case;	SAR	0.80
01/30/09	D110	Research to obtain corrected addresses in preparation to update master matrix; work on claims analysis spreadsheet;	AT	5.00

TOTAL HOURS: 224.1

TOTAL FOR SERVICES \$ 81,984.00

TASK-BASED SUMMARY

		HOURS	VALUE
D110	CASE ADMINISTRATION	50.80	10,848.50
D130	ASSET DISPOSITION	101.00	37,814.00
D140	RELIEF FRM STAY PROCEEDINGS	0.50	237.50
D150	MEETINGS OF & COMMUNICATION W/CREDITORS	7.80	3,771.00
D160	FEE EMPL APPLICATIONS	2.20	948.00
D185	ASSUMPTION/REJECTIONS OF LEASE/CONTRACT	4.80	2,125.00
D195	NON-WORKING TRAVEL	12.20	5,921.00
D210	BUSINESS OPERATIONS	27.40	13,020.00
D310	CLAIMS ADM & OBJECTIONS	9.40	3,559.00

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D320	STRATEGY PLANNING, DISCLOSURE STMT, PLAN	HOURS 8.00 224.10	VALUE 3,740.00 81,984.00
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NAME RECAP

INIT	NAME	RATE	HOURS	AMOUNT
SAR	Stephen A. Roberts	495.00	0.40	198.00
SAR	Stephen A. Roberts	485.00	96.90	46,996.50
DJB	Duane J. Brescia	415.00	26.60	11,039.00
BF	Bob Franke	475.00	20.30	9,642.50
DK	Donna Krupa	195.00	64.40	12,558.00
AT	Angelyn Tomes	100.00	15.50	1,550.00
	TOTAL		224.10	\$81,984.00

ITEMIZED DISBURSEMENT BILL

DATE	DESCRIPTION	AMOUNT
12/08/08	ONLINE RESEARCH - SECRETARY OF STATE, TEXAS	1.00
12/09/08	ONLINE RESEARCH - SECRETARY OF STATE, TEXAS	1.00
12/15/08	ONLINE RESEARCH - SECRETARY OF STATE, TEXAS	1.00
12/16/08	TELEPHONE - SOUNDPATH CONFERENCING	8.99
12/17/08	ONLINE RESEARCH - SECRETARY OF STATE, TEXAS	1.00
12/30/08	ONLINE RESEARCH - WESTLAW - INCLUDED USER DEFINED 1: 3622933 USER DEFINED 2: 1000542879	326.63
12/30/08	ONLINE RESEARCH - WESTLAW - EXCLUDED USER DEFINED 1: 3622933 USER DEFINED 2: 1000542879	143.91
12/31/08	ONLINE RESEARCH - PACER SERVICE CENTER	3.28
12/31/08	FILING & RECORDING FEES - BANK OF AMERICA - VISA USBC-CHAPTER 11 FILING	1,039.00
12/31/08	ONLINE RESEARCH - PACER SERVICE CENTER	26.80
01/05/09	OUTSIDE PRINTING - RAINMAKER DOCUMENT TECHNOLOGIES	34,072.28
01/05/09	OUTSIDE PRINTING - RAINMAKER DOCUMENT TECHNOLOGIES	296.67
01/06/09	COURIER / DELIVERY SERVICE - GUARANTEED EXPRESS, INC.	50.18
01/07/09	COURIER / DELIVERY SERVICE - FED EX	10.26
01/08/09	PARKING EXPENSES - STEPHEN ROBERTS	30.00
01/08/09	OUT-OF-TOWN TRAVEL - STEPHEN ROBERTS	350.17
01/08/09	MEALS - STEPHEN ROBERTS	27.85
01/13/09	OUT-OF-TOWN TRAVEL - STEPHEN ROBERTS	25.00

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01/13/09	PARKING EXPENSES - STEPHEN ROBERTS	20.00
01/14/09	OUTSIDE PRINTING - RAINMAKER DOCUMENT TECHNOLOGIES	4,101.73
01/14/09	OUTSIDE PRINTING - RAINMAKER DOCUMENT TECHNOLOGIES	335.81
01/19/09	OUTSIDE PRINTING - RAINMAKER DOCUMENT TECHNOLOGIES	2,908.78
01/20/09	OUTSIDE PRINTING - RAINMAKER DOCUMENT TECHNOLOGIES	25.98
01/31/09	COPY/LASER PRINT/SCAN	1,039.20
01/31/09	TELEPHONE	86.63
01/31/09	FACSIMILE	697.29
TOTAL DISBURSEMENTS		<hr/> \$45,630.44

CURRENT AMOUNT DUE SUMMARY SECTION

CURRENT FEES	\$	81,984.00
CURRENT DISBURSEMENTS	\$	45,630.44
CURRENT TOTAL DUE	\$	<hr/> 127,614.44

PREVIOUS INVOICES OUTSTANDING

INVOICE NO. 517284	January 16, 2009	12,329.66
TOTAL		\$ 12,329.66

TOTAL BALANCE DUE \$ 139,944.10